

THOMPSONMCMULLAN, P.C.
Adam R. Nelson, Esquire (VSB No. 39137)
100 Shockoe Slip, 3rd Floor
Richmond, Virginia 23219
Voice: (804) 649-7545
Facsimile: (804) 780-1813
Email: anelson@t-mlaw.com

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

IN RE:)	
)	
CIRCUIT CITY STORES, INC.)	Case No. 08-35653
)	Chapter 11
Debtor.)	
_____)	

NOTICE TO CONTINUE PERFECTION OF MECHANIC'S LIEN
PURSUANT TO SECTION 546(b)

TO DEBTOR IN POSSESSION CIRCUIT CITY STORES, INC. OTHER PARTIES IN
INTEREST AND THEIR ATTORNEYS OF RECORD HEREIN:

PLEASE TAKE NOTICE that, pursuant to 11 U.S.C. §§ 546(b) and 362(b)(3), creditor North American Roofing Services, Inc. ("NARS") hereby continues to have perfected mechanic's lien rights on certain real property in which Circuit City Stores, Inc. (the "Debtor") holds a leasehold interest located in Shelby County, Alabama, including improvements located thereon, located at or on 5291 Highway 280 South, Birmingham, Alabama 35242, and commonly known as Brook Highland Plaza, Circuit City Store number 3806.

A true and correct copy of the mechanic's lien recorded by NARS in the official records of Shelby County, Alabama, in the total amount listed thereon plus interest set forth therein, for labor, services, equipment and/or materials furnished to the Debtor

described therein, is attached hereto as Exhibit "A" and incorporated herein by this reference. To the extent that the automatic stay of 11 U.S.C. §362(a) may have stayed recordation of, or commencement of an action to enforce, NARS' mechanic's lien as to such property of the Debtor, NARS gives this notice pursuant to 11 U.S.C. § 546(b) in lieu of any such stayed act and as an expression of NARS's intent to enforce its lien..

PLEASE TAKE FURTHER NOTICE THAT by virtue of 11 U.S.C. § 546(b), and Alabama Code § 35-11-211 the perfection of NARS' mechanic's lien relates back to the date when work commenced on or before October 1, 2008, a date which precedes the filing of the petition for bankruptcy in this case.

DATED: April 3, 2009

By: /s/ Adam R. Nelson

Adam R. Nelson, Esquire
ThompsonMcMullan, P.C.
100 Shockoe Slip, 3rd Floor
Richmond, Virginia 23219
Voice: (804) 698-6208
Facsimile: (804) 780-1813
Email: anelson@t-mlaw.com

*Local Counsel for North American
Roofing Services, Inc.*

Max A. Moseley, Esq.
Lindan J. Hill, Esq.
Johnston Barton Proctor & Rose
LLP
569 Brookwood Village, Suite 901
Birmingham, AL 35209
Voice: (205) 458-9400
Facsimile: (205) 458-9500
Email: mam@johnstonbarton.com
ljh@johnstonbarton.com

*Counsel for North American Roofing
Services, Inc.*

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this 3rd day of April, 2009, a copy of the foregoing NOTICE TO CONTINUE PERFECTION OF MECHANIC'S LIEN PURSUANT TO SECTION 546(b) was (1) filed electronically on the Court's ECF System and thereby served on all parties who are ECF participants in this case, and (2) sent by first-class mail, postage prepaid, to those parties listed on the Service List below at the addresses listed therein.

/s/ Adam R. Nelson

Adam R. Nelson

Service List

Circuit City Stores, Inc.
9950 Mayland Drive
Richmond, VA 23233

Debtor

Bruce H. Besanko
9950 Mayland Drive
Richmond, Virginia 23233

Debtor Designee

W. Clarkson McDow, Jr.
Office of the U.S. Trustee
701 E. Broad Street, Suite 4304
Richmond, Virginia 23219

Chapter 11 Trustee

Robert B. Van Arsdale
Office of the U.S. Trustee
701 East Broad Street, Suite 4304
Richmond, Virginia 23219

Counsel for Chapter 11 Trustee

Alan J. Kornfeld
Brad R. Godshall
Pachulski Stang Ziehl & Jones LLP
10100 Santa Monica Blvd.
11th Floor
Los Angeles, CA 90067-4100

Gillian N. Brown
Jeffrey N. Pomerantz
Pachulski Stang Ziehl & Jones, LLP
10100 Sants Monica Blvd.
Suite 100
Los Angeles, CA 9006

John D. Fiero
Pachulski Stang Ziehl & Jones, LLP
150 California Street, 15th Floor
San Francisco, CA 94111-4554

Daniel F. Blanks
McGuire Woods, LLP
9000 World Trade Center
101 W. Main Street
Norfolk, Virginia 23510

Dion W. Hayes
McGuire Woods, LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219

Douglas M. Foley
McGuire Woods, LLP
9000 World Trade Center
101 W. Main Street
Norfolk, Virginia 23510

Gregg M. Galardi
Skadden Arps Slate Meagher & Flom, LLP
One Rodney Square
Post Office Box 636
Wilmington, Delaware 19899

Ian S. Fredericks
Skadden Arps Slate Meagher & Flom, LLP
One Rodney Square
Post Office Box 636
Wilmington, Delaware 19899

Joseph S. Sheerin
McGuire Woods, LLP
One James Center
901 East Cary Street
Richmond, Virginia 23219

Sarah Beckett Boehm
McGuire Woods, LLP
One James Center
901 East Cary Street
Richmond, Virginia 23219

Counsel for Debtor

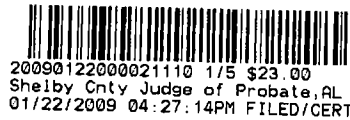
Lynn L. Tavenner
Tavenner & Beran, PLC
20 North Eighth Street, 2nd Floor
Richmond, VA 23219

Paula S. Beran
Tavenner & Beran, PLC
20 North Eighth Street, 2nd Floor
Richmond, VA 23219

Robert J. Feinstein
Pachulski Stang Ziehl & Jones, LLP
780 Third Avenue, 36th Floor
New York, New York 10017

*Counsel for Official Committee of
Unsecured Creditors*

Exhibit A
(see attached)



This Instrument Prepared by
and After Recording Return to:
Lindan J. Hill, Esq.
Johnston Barton Proctor & Rose LLP
Colonial Brookwood Center
569 Brookwood Village, Suite 901
Birmingham, Alabama 35209
(205) 458-9400

VERIFIED STATEMENT OF LIEN

STATE OF ALABAMA *

COUNTY OF SHELBY *

NORTH AMERICAN ROOFING SERVICES, INC. (hereinafter "NARS") files this statement in writing, verified by the oath of Douglas Frankey, who has personal knowledge of the facts herein set forth:

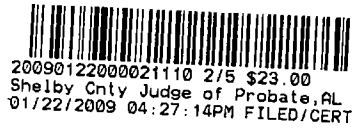
1. That NARS claims a lien upon the following property situated in Shelby County, to wit:

Lying and being in Shelby County, Alabama, and being more particularly described as that certain tract containing 57.395 acres, more or less, and designated as Lot 1 on that certain map entitled "Brook Highland Plaza" recorded in Map Book 16 at Page 102 in the Probate Office for Shelby County, Alabama

and more particularly described in Exhibit "A" attached hereto and incorporated herein.

2. The lien is claimed, separately and severally, as to the building and improvements thereon, and the said land.
3. The said lien is claimed to secure an indebtedness of \$79,868.00 which is due and owing after all just credits have been given, plus interest, through October 4, 2008, for materials used in the construction, repairing, altering or beautifying the property described hereinabove.
4. The name of the owners or proprietors of said property are GS II Brook Highland, LLC, c/o Developers Diversified of Alabama, owner and Circuit City Stores, Inc. tenant.
5. Affiant further says not.

This is the 15th day of January, 2009.



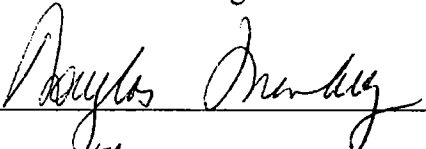
North American Roofing Services, Inc.
Claimant

By: 
Douglas Frankey

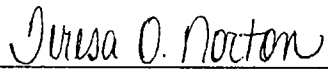
Its: Chief Financial Officer

STATE OF NORTH CAROLINA *
COUNTY OF BUNCOMBE *

Before me, the undersigned authority, in and for said County in said State, personally appeared **Douglas Frankey**, who, being duly sworn deposes and says as follows: That he has personal knowledge of the facts set forth in the foregoing statement of lien, and that the same are true and correct to the best of his knowledge and belief.


Affiant

Subscribed and sworn to before me on this the 5th day of January, 2009, by said affiant.


Notary Public .
My Commission Expires: May 10, 2009

20090122000021110 3/5 \$23.00
Shelby Cnty Judge of Probate, AL
01/22/2009 04:27:14PM FILED/CERT

EXHIBIT A

Legal Description of Property

Lying and being in Shelby County, Alabama, and being more particularly described as that certain tract containing 57.395 acres, more or less, and designated as Lot 1 on that certain map entitled "Brook Highland Plaza" recorded in Map Book 16 at Page 102 in the Probate Office for Shelby County, Alabama.

179365.3



**Fidelity National Title Insurance Company
of New York**

EXHIBIT A

20090122000021110 4/5 \$23.00
Shelby Cnty Judge of Probate, AL
01/22/2009 04:27:14PM FILED/CERT

EXHIBIT "A" (PHASE I)

The Land referred to in this Commitment is described as follows:
PARCEL 1

LOTS 1, 1A, 22A, ACCORDING TO THE BROOK HIGHLAND PLAZA RESURVEY,
AS RECORD IN MAP BOOK 18M PAGE 99 IN THE PROBATE OFFICE OF SHELBY
COUNTY, ALABAMA, BEING SITUATED IN SHELBY COUNTY, ALABAMA.

TOGETHER WITH ALL FO THE BENEFICIAL RIGHTS AND INTERESTS IN THE
EASEMENT UNDER THE FOLLOWING INSTRUMENTS:

1). DECLARATION OF EASEMENTS AND RESTRICTIONS CONVENATS (BROOK
HIGHLAND DEVELOPMENT-1.35 ACRES OUT PARCEL) BY AMSOUTH BANK N.A.
AS ANCILLARY TRUSTEE FOR NBNC NATIONAL BANK OF NORTH CAROLINA,
AS TRUSTEE FOR THE PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO,
DATED AUGUST 29, 1990, AND RECORDED IN REAL 307, PAGE 985, IN SAID
PROBATE OFFICE.

2). EASEMENT AGREEMENT DATED OCTOBER 12, 1993, BY AN BETWEEN
AMSOUTH BANK N.A., AS ANCILLARY TRUSTEE FOR NATIONS BANK OF
NORTH CAROLINA, N.A. AS TRUSTEE FOR THE PUBLIC EMPLOYEES
RETIREMENT SYSTEM OF OHIO, AND BROOK HIGHLAND LIMITED
PARTNERSHIP, A GEORGIA LIMITED PARTNERSHIP RECORDED AS
INSTRUMENT # 1993-32515 IN SAID PROBATE OFFICE.

PARCEL 2

ALL BENEFICIAL RIGHTS IN EASEMENTS GRANTED TO DEVELOPERS
DIVERSIFIED OF ALABAMA CORP., BY THE EASEMENT AGREEMENT DATED
DECEMBER 30, 1994, BY AND BETWEEN BROOK HIGHLAND LIMITED
PARTNERSHIP AND DEVELOPERS DIVERSIFIED OF ALABAMA., AS RECORDED
AS RECORDED AS INSTRUMENT NO. 1994-37773 IN PROBATE OFFICE OF
SHELBY COUNTY, ALABAMA.

ALL BEING SITUATED IN SHELBY COUNTY, ALABAMA.

THENCE RUN NORTH 64° 18' 36" WEST A DISTANCE OF 37.79 FEET TO A POINT;
THENCE RUN NORTH 73° 31' 00" WEST A DISTANCE OF 110.98 FEET TO A POINT;
THENCE RUN NORTH 56° 07' 21" WEST A DISTANCE OF 73.40 FEET TO A POINT;
LOCATED ON THE TO A POINT LOCATED ON THE EASTERLY RIGHT OF WAY
LINE OF BROOK-HIGHLAND PARKWAY (RIGHT OF WAY VARIES);
THENCE RUN ALONG AND COINCIDENT WITH THE EASTERLY RIGHT OF WAY
LINE OF BROOK HIGHLAND PARKWAY NORTH 16° 29' 00" EAST A DISTANCE OF
206.74 FEET TO A POINT;
THENCE RUN ALONG THE COINCIDENT WITH THE EASTERLY RIGHT OF WAY
LINE FO BROOK HIGHLAND PARKWAY NORTH 73° 31' 00" WEST A DISTANCE OF
12.00 FEET TO A POINT; THENCE RUN ALONG AND COINCIDENT WITH THE
EASTERLY RIGHT OF WAY LINE OF BROOK HIGHLAND PARKWAY, ALONG

EXHIBIT "A"

20090122000021110 5/5 \$23.00
Shelby Cnty Judge of Probate, AL
01/22/2009 04:27:14PM FILED/CERT



**Fidelity National Title Insurance Company
of New York**

THE ARC OF A CURVE AN ARC DISTANCE OF 254.68 FEET (SAID CURVE HAVING A RADIUS OF 310.47 FEET, A CHORD BEARING OF NORTH 39°59'00" EAST, AND A CHORD DISTANCE OF 247.60 FEET) TO A POINT;
THENCE RUN ALONG AND COINCIDENT WITH THE EASTERLY RIGHT OF WAY LINE OF BROOK HIGHLAND PARKWAY NORTH 26°31'00" WEST A DISTANCE OF 12.00 FEET TO A POINT;
THENCE RUN ALONG AND COINCIDENT WITH THE EASTERLY RIGHT OF WAY LINE OF BROOK HIGHLAND PARKWAY NORTH 63°29'00" A DISTANCE OF 518.37 FEET TO A POINT; THENCE RUN ALONG AND COINCIDENT WITH THE EASTERLY RIGHT OF WAY LINE OF BROOK HIGHLAND PARKWAY 29°31'00" WEST A DISTANCE OF 20.00 FEET TO A POINT;
THENCE RUN ALONG AND COINCIDENT WITH THE EASTERLY RIGHT OF WAY LINE OF BROOK HIGHLAND PARKWAY, ALONG THE ARC OF A CURVE AN ARC DISTANCE OF 501.28 FEET (SAID CURVE HAVING A RADIUS OF 635.12 FEET, A CHORD BEARING OF NORTH 40°52'21" EAST, A CHORD DISTANCE OF 488.37 FEET) TO A POINT; THENCE LEAVING THE RIGHT OF WAY LINE OF BROOK HIGHLAND PARKWAY RUN SOUTH 89°50'48" EAST, A DISTANCE OF 85.21 FEET TO A POINT; THENCE RUN SOUTH 00°38'38" EAST, A DISTANCE OF 355.06 FEET TO A POINT; SAID POINT BEING THE POINT OF BEGINNING.

SAID TRACT BEING DESIGNATED AS PROPOSED "PHASE II" ON THAT CERTAIN SURVEY FOR A.B. SHOPPING CENTERS PROPERTIES, PREPARED BY CARR & ASSOCIATES ENGINEERS, INC., BEARING THE SEAL AND CERTIFICATION OF BARTON F. CARR, REGISTERED PROFESSIONAL LAND SURVEYOR NO 16685, DATED NOVEMBER 25, 1994, LAST REVISED DECEMBER 21, 1994.